

MINUTES OF
THE RHODE ISLAND INDUSTRIAL – RECREATIONAL BUILDING AUTHORITY

October 22, 2010 (#456)

PUBLIC SESSION

A monthly meeting of the Board of Directors (the “Board”) of the **RHODE ISLAND INDUSTRIAL – RECREATIONAL BUILDING AUTHORITY** (the “Authority”) was held in public session at the offices of the Rhode Island Economic Development Corporation, 315 Iron Horse Way, Suite 101, Providence, Rhode Island on October 22, 2010 at approximately 8:31 a.m., pursuant to notice of the meeting to all Directors, and public notice of the meeting as required by Rhode Island General Law 42-46-6.

PRESENT: Frank R. Benell, Chairperson
 Frances H. Gammell-Roach, Vice Chairperson
 Michael S. Imbruglia, Member

ABSENT: None

ALSO PRESENT: Earl F. Queenan, Jr., Manager
 Sean W. Esten, Loan Portfolio Manager
 Steve Noack, Financial Portfolio Manager
 Robert C. Bromley, Senior Legislative Fiscal Analyst (present for the
 public session meeting only)
 Thomas V. Moses, Legal Counsel
 Paul Harley, Moses & Afonso

Chairman Benell presided over the meeting.

1. Call to Order

Mr. Bennell called the meeting to order at 8:31 a.m.

2. Approval of the Public Session Minutes of the Meeting Held on September 24, 2010

Mr. Benell presented the Public Session Minutes of the Meeting of September 24, 2010. A motion was duly made by Mr. Imbruglia, was seconded by Mrs. Gammell-Roach, and was unanimously carried to accept the Public Session Minutes as presented. A roll call vote was taken:

Mr. Benell – aye
Mr. Imbruglia– aye
Mrs. Gammell-Roach – aye

3. Review Internally Prepared Financial Statements for the period ending September 30, 2010.

Mr. Queenan presented the internally prepared financial statements for the period ending September 30, 2010. A motion was duly made by Mr. Imbruglia, was seconded by Mrs. Gammell-Roach, and was unanimously carried to accept the internally prepared financial statements for the period ending September 30, 2010. A roll call vote was taken:

Mr. Benell – aye

Mr. Imbruglia– aye

Mrs. Gammell-Roach – aye

4. Review and Approve the proposed budget for the Fiscal Year Ending June 30, 2010.

Mr. Queenan requested that any vote regarding the same be tabled until the next scheduled meeting of the Board.

5. To consider the adoption of a Final Resolution of Approval on behalf of Sustainable Plastic Recycling, LLC, Inc. authorizing the issuance by the Authority of insurance in an amount not to exceed \$5,000,000 on \$5,000,000 aggregate principal amount of tax-exempt industrial development revenue to be issued by the Rhode Island Industrial Facilities Corporation.

Mr. Queenan requested that any vote regarding the same be tabled until the next scheduled meeting of the Board.

6. To consider the adoption of a Final Resolution of Approval on behalf of Yardney Technical Products, Inc. authorizing the issuance by the Authority of insurance in an amount not to exceed \$5,000,000 on \$5,000,000 aggregate principal amount of a taxable industrial revenue bonds to be issued by the Rhode Island Industrial Facilities Corporation.

The Board next considered the adoption of the above-described Final Resolution. Prior to discussing the Final Resolution, Mr. Moses asked Mr. Esten to provide clarification that the Final Resolution would actually be in the name of Ener-Tek International, Inc., parent company of Yardney Technical Products, Inc., regarding a \$6,000,000 ARRA/Recovery Zone Tax Exempt Industrial Revenue Bond. Mr. Esten addressed the same and advised the Board of the status of the project.

Mr. Moses next asked Mr. Esten to provide a final summary of the collateral and financial statements of Ener-Tek International, Inc. Following Mr. Esten's discussion, Mr. Moses further recommended the Board engage in a final review of the financial statements of the company and direct all final questions to Mr. Esten and Mr. Queenan.

There was discussion among the Board members, Authority staff and Mr. Moses regarding the guarantor's personal financial statements. The Board agreed that the Final Resolution should include a minimum tangible net worth of \$1,000,000 ("Net Worth Amendment") and that the Final Resolution be amended accordingly.

There being no further questions, a motion was duly made by Mrs. Gammell-Roach and seconded by Imbruglia that the Final Resolution (including the Net Worth Amendment) as set forth above was duly adopted. A roll call vote was taken:

Mr. Benell – aye
Mrs. Gammell-Roach – aye
Mr. Imbruglia – aye

7. Other Issues.

Mr. Esten requested that Mr. Moses review the Authority bylaws and relevant statute to determine whether the Authority can submit board packages and notices to the Board members via electronic mail. Mr. Moses confirmed that he will review the issue and report to the Board at the next scheduled meeting. Authority staff confirmed that there were no other matters to be discussed during this portion of the public meeting.

8. Executive Session.

Mr. Benell asked the Board if there was a need to move into executive session and the Board confirmed there were no matters requiring executive session.

9. Adjournment

There being no further business to come before the Board, upon motion duly made by Mr. Imbruglia, was seconded by Mrs. Gammell-Roach, the Board unanimously voted to adjourn the meeting. A roll call vote followed:

Mr. Benell – aye
Mr. Imbruglia – aye
Mrs. Gammell-Roach – aye

The meeting was adjourned at 9:01 a.m.

Respectfully submitted,

/s/ Earl F. Queenan, Jr. _____
Earl F. Queenan, Jr.
Manager